

(Per ILA Approval Requirements)

CA Approval

JB Approval

REGIONAL FARE COORDINATION SYSTEM

CHANGE ORDER NO. 46

CONTRACTOR: Vix Technology (USA) Inc.
CONTRACT NUMBER: 229944

This Change Order to Contract #229944 ("Change Order") is executed as of Feb 22, 2012, by and between Vix Technology (USA) Inc (formerly known as ERG Transit Systems (USA) Inc), a California corporation and wholly owned subsidiary of Vix Mobility Pty Ltd, an Australian corporation, (hereinafter referred to as the "Contractor") and each of the following seven public transportation agencies (hereinafter referred to individually as an "Agency" or collectively as the "Agencies"):

1. Central Puget Sound Regional Transit Authority ("Sound Transit")
2. King County ("King County")
3. Kitsap County Public Transportation Benefit Area ("Kitsap Transit")
4. Pierce County Public Transportation Benefit Area ("Pierce Transit")
5. Snohomish County Public Transportation Benefit Area ("Community Transit")
6. City of Everett ("Everett")
7. State of Washington, acting through the Washington State Department of Transportation, Washington State Ferries Division ("WSF")

Background

A. Effective April 29, 2003, each of the Agencies and the Contractor entered into Contract #229944 ("Contract") to implement a Regional Fare Coordination System ("RFC System") to establish a common fare system utilizing smart card technology. The Contractor is responsible for the development, implementation, operation and maintenance of the RFC System as specified in the Contract.

B. The Agencies and the Contractor desire to execute this Change Order No. 46 and the attached Amendment 127, to modify the Contract Division III Sections 6.II-2.2.Fare Card Functional Requirements and describe the work. The purpose of these changes is to provide for the capability to add a new card type which allows King County Metro to combine on one card the functions of King County employee secured building access and ORCA fare payment. This work is more fully described in RFCS RFI 390 *KCM FlexSmart Card v17*.

Changes

The Agencies and the Contractor hereby agree to the following changes to the Contract:

1.0 Division III Changes

Contract Section 6.III-2.2, Functional Requirements – Fare Card, is hereby revised to add the following new Section 2.2.4:

2.2.4 RFCS/Facility Access Combination Card

The Contractor shall provide RFCS/Facility Access Combination Cards (Combo Cards) that provide both RFCS and facility access functionality. Such cards will be deployed by King County as the KC Employee ORCA ID.

- (a) Combo Cards shall meet the requirements of the RFCS Fare Card, and shall include functionality as required to communicate with facility access control systems that utilize Indala 125kHz, 26 bit Weigand proximity technology.
- (b) Facility access functionality shall be for the sole purpose of providing employee access to designated facilities. Data or information utilized for facility access shall not be used for any other purpose without the express written consent of the Contract Administrator.
- (c) The Combo Card's RFCS functionality, including but not limited to products, initialization processes, issuance processes, transaction processing, and reporting, shall be the same as for the RFCS Fare Card. Combo Cards will be considered Institutional Program cards.
- (d) Facility access functionality shall be compatible with the applicable Indala proximity card reader systems including facility codes and Indala card number encoding as provided by King County.
- (e) Combo Cards shall be pre-printed with the following information; no other information shall be pre-printed without consent of the Contract Administrator:
 - a. The face of each Combo Card shall be in a portrait format and shall be pre-printed with the Card Serial Number in the lower left hand corner and the Card Verification Number in the lower right hand corner. The Card Serial Numbers will have a first digit that is different from other card types.
 - b. The back of each Combo Card shall be in a landscape format and shall include only the Indala encoded card number in the lower right hand corner.
- (f) Combo Cards shall have a glossy finish suitable for secondary printing and personalization. King County will be responsible for any secondary printing or personalization of cards.
- (g) The Contractor shall be responsible for ordering test Combo Cards with Indala encoding as specified by King County unless otherwise agreed by the Contract Administrator. King County shall be responsible for testing the facility access functionality of the test Combo Cards.

2.0 System Documentation Changes

2.1 The Contractor will update all affected system documentation including, but not limited to the following:

- (a) SEA-01654 ORCA Institutional Program Website Functional Specification
- (b) SEA-01535 ORCA Agency Website Functional Specification
- (c) SEA-01355 Card Procurement, Distribution, and Management (DR 3 & DR 4)
- (d) SEA-00035 Fare Card (DR 101)

- (e) SEA-01634 Fare Card Graphics (DR 101.06 & 101.07)
- (f) SEA-04892 Card Manufacturer Scripts – Functional Specifications

3.0 Description of Work

3.1 The Contractor will perform the following work to implement the Combo Card as King County's "KC Employee ORCA ID"

- (a) Add a new card type to the system, which will be identified as the "KC Employee ORCA ID"
- (b) Perform all updates to the Agency and Business Account websites necessary to accommodate all procedures to implement the new card type. These processes will include card orders by the Agency and Business Account clients and card replacement.

4.0 Schedule of Work

4.1 The Contractor will complete the RFCS updates described in Section 3.0 in Maintenance Releases 14 and 15.

4.2 The Contractor will deliver Combo Card orders within 120 days of the Contractor's receipt of the card order form.

5.0 Compensation Changes

5.1 Division 1 Exhibit 9, Price Schedule is hereby amended without further execution as provided in Amendment 127, attached hereto as "Change Order 46 – Attachment A", to add a new Special Program to provide for the fixed compensation due for all the Work of this Change Order in the amount of \$20,934.

6.0 Other Terms and Conditions

Except as expressly amended by this Change Order, the Contract remains in full force and effect. All other provisions of the Contract not referenced in this Change Order 46 shall remain in effect unless modified in other executed Amendments and Change Orders.

IN WITNESS WHEREOF, the parties hereto have executed this Change Order No. 46 to Contract #229944 as of the date set forth below its signature.

Vix Technology (USA) Inc.

By: Day W. Thru

Its: General Manager

Date: 2/17/12

The Agencies

By: Candace Carlson

Their: Operations Manager

On behalf of the Agencies

Date: February 22, 2012

Change Order No. 46 - Attachment A

Amendment 127
to the

**Contract for the Design, Implementation, Operation and Maintenance of the Regional
Fare Coordination System**

This Amendment 127 to the Contract for the Design, Implementation, Operation and Maintenance of the Regional Fare Coordination System is entered into this 22nd day of February, 2012, by and between Vix Technology (USA) Inc, (formerly ERG Transit Systems (USA) Inc), a California corporation and wholly owned subsidiary of Vix Mobility Pty Ltd, an Australian corporation, (hereinafter referred to as the "Contractor") and each of the following seven public transportation agencies (hereinafter referred to individually as an "Agency" or collectively as the "Agencies"):

1. Central Puget Sound Regional Transit Authority ("Sound Transit")
2. King County ("King County")
3. Kitsap County Public Transportation Benefit Area ("Kitsap Transit")
4. Pierce County Public Transportation Benefit Area ("Pierce Transit")
5. Snohomish County Public Transportation Benefit Area ("Community Transit")
6. City of Everett ("Everett")
7. State of Washington, acting through the Washington State Department of Transportation, Washington State Ferries Division ("WSF")

Recitals

A. Effective April 29, 2003, each of the Agencies and the Contractor entered into Contract #229944 ("Contract") to implement a Regional Fare Coordination System ("RFC System") to establish a common fare system utilizing smart card technology. The Contractor is responsible for the development, implementation, operation and maintenance of the RFC System as specified in the Contract.

B. The Agencies and the Contractor desire to amend the "Special Programs" list in Section VI Implementation of Exhibit 9, Price Schedule, in connection with the Work described in Change Order 46 to which this Amendment is attached.

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the sufficiency of which is hereby acknowledged, the Agencies and the Contractor hereby agree to amend the Contract as follows:

Section 1.0

Section VI Implementation Special Programs of Exhibit 9, Price Schedule is hereby amended to add the following:

VI. IMPLEMENTATION SPECIAL PROGRAMS

LUMP SUM COST

Change Order No. 46/Amendment 127

To perform the work necessary to implement the RFCS/Facility Access Combo Card as the "KC Employee ORCA ID"	
TOTAL	\$20,934